

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

STEVEN THARP, Individually and On Behalf
of All Others Similarly Situated,

Plaintiff,

v.

ACACIA COMMUNICATIONS, INC.,
MURUGESAN SHANMUGARAJ, and JOHN
F. GAVIN,

Defendants.

C.A. No. 17-cv-11504-WGY
(LEAD DOCKET)

**CORPORATE DISCLOSURE STATEMENT OF DEFENDANTS GOLDMAN, SACHS &
CO. LLC, MERRILL LYNCH, PIERCE, FENNER & SMITH INC., DEUTSCHE BANK
SECURITIES INC., MORGAN STANLEY & CO. LLC, NEEDHAM & COMPANY,
LLC, COWEN AND COMPANY, LLC, WILLIAM BLAIR & COMPANY, L.L.C., AND
NORTHLAND SECURITIES, INC.**

Pursuant to Federal Rule of Civil Procedure 7.1, Defendants Goldman, Sachs & Co. LLC; Merrill Lynch, Pierce, Fenner & Smith Inc.; Deutsche Bank Securities Inc.; Morgan Stanley & Co. LLC; Needham & Company, LLC; Cowen and Company, LLC; William Blair & Company, L.L.C.; and Northland Securities, Inc., by their undersigned counsel, hereby certify that:

Effective April 28, 2017, Defendant Goldman, Sachs & Co. converted its company form from a New York limited partnership to a New York limited liability company and changed its name to Goldman Sachs & Co. LLC. Goldman Sachs & Co. LLC is a wholly owned subsidiary of The Goldman Sachs Group, Inc., except for de minimis non-voting, non-participating interests held by unaffiliated broker-dealers. The Goldman Sachs Group, Inc. is a corporation organized under the laws of Delaware and whose shares are publicly traded on the New York Stock

Exchange. No other publicly held company owns more than a 10% interest in Goldman Sachs & Co. LLC.

Defendant Merrill Lynch, Pierce, Fenner & Smith Inc. is a wholly owned subsidiary of BAC North America Holding Company, which is a wholly owned subsidiary of NB Holdings Corporation. NB Holdings Corporation is a wholly owned subsidiary of Bank of America Corporation, a publicly held corporation. Bank of America Corporation has no parent company and, to the best of its knowledge, no publicly held company owns a 10% or more interest in Bank of America Corporation.

Defendant Deutsche Bank Securities Inc. is a wholly owned subsidiary of DB U.S. Financial Markets Holding Corporation, which is a wholly owned subsidiary of DB USA Corporation. DB USA Corporation is a wholly owned subsidiary of Deutsche Bank AG, a publicly held corporation. Deutsche Bank AG has no parent company and, to the best of its knowledge, no publicly held company owns a 10% or more interest in Deutsche Bank AG.

Defendant Morgan Stanley & Co. LLC is a limited liability company whose sole member is Morgan Stanley Domestic Holdings, Inc., which is a wholly owned subsidiary of Morgan Stanley Capital Management, LLC. Morgan Stanley Capital Management, LLC is a limited liability company whose sole member is Morgan Stanley, a publicly held corporation that has no parent corporation. Based on Securities and Exchange Commission Rules regarding beneficial ownership, Mitsubishi UFJ Financial Group, Inc., 7-1 Marunouchi 2-chome, Chiyoda-ku, Tokyo 100-8330, beneficially owns greater than 10% of Morgan Stanley's outstanding common stock.

Defendant Needham & Company, LLC is wholly owned by The Needham Group, Inc. To the best of its knowledge, no publicly held company owns a 10% or more interest in The Needham Group Inc.

Defendant Cowen and Company, LLC is wholly owned by Cowen Inc., a publicly held corporation. To the best of its knowledge, no publicly held company owns a 10% or more interest in Cowen Inc.

Defendant William Blair & Company, L.L.C. is a wholly owned subsidiary of WBC Holdings, L.P. To the best of its knowledge, no publicly held company owns a 10% or more interest in WBC Holdings, L.P.

Defendant Northland Securities, Inc. is a wholly owned subsidiary of Northland Capital Holdings, Inc. To the best of its knowledge, no publicly held company owns a 10% or more interest in Northland Capital Holdings, Inc.

Dated: December 12, 2017

Respectfully Submitted,

By: /s/ John D. Donovan, Jr.

John D. Donovan, Jr. (BBO # 130950)

Erin R. Macgowan (BBO # 685746)

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Attorneys for Defendants Goldman, Sachs & Co. LLC, Merrill Lynch, Pierce, Fenner & Smith Inc., Deutsche Bank Securities Inc., Morgan Stanley & Co. LLC, Needham & Company, LLC, Cowen and Company, LLC, William Blair & Company, L.L.C., and Northland Securities, Inc.

CERTIFICATE OF SERVICE

I, John D. Donovan, Jr., hereby certify that this document filed through the CM/ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing on December 12, 2017.

/s/ John D. Donovan, Jr.
John D. Donovan, Jr.